



-Translation-

Syntech Construction Public Company Limited
Minutes of the Company's Annual General Meeting of Shareholders for the year 2024
Electronic Meetings (E-AGM)

According to the Emergency Decree on Meetings via Electronic Media B.E. 2020

Tuesday, April 30, 2024

Control the meeting at the meeting room at the head office.

Syntech Construction Public Company Limited
No. 555/7-11 Soi Sukhumvit 63 (Ekkamai), Sukhumvit Road,
Khlong Tan Nuea Subdistrict, Watthana District, Bangkok 10110

Time starts at 10.00 am

Attendants:

Attending Directors

- | | |
|---------------------------------|---|
| 1. Mr. Somchai Sirilertpanich | Vice Chairman of the Board, member of the Nomination and Remuneration Committee, and Chief Executive Officer |
| 2. Mr. Chaiwat Atsawintarangkun | Independent director, Chairman of the Audit Committee, and Chairman of the Nomination and Remuneration Committee |
| 3. Miss Benjawan Sinkunakorn | Independent director, member of the Audit Committee and The Nomination and Remuneration Committee |
| 4. Dr. Arichai Ractham | Independent director, Chairman of the Risk Management Committee, member of the Audit Committee and of the Nomination and Remuneration Committee |
| 5. Mr. Tavee Kullertprasert | Independent director |
| 6. Mr. Paisarn Tangyuenyong | Independent director |
| 7. Mr. Jiramote Phahusutr | Director and Managing Director |
| 8. Mrs. Angsana Mankongcharoen | Director, Assistant Managing Director, and member of the Nomination and Remuneration Committee |

There appear to be 8 directors, representing 100.00% of the total number of directors's company.

Executives

- | | | |
|------------------|----------------|--|
| 1. Mr. Somchai | Sirilertpanich | Chief Executive Officer |
| 2. Mr. Jiramote | Phahusutr | Managing Director |
| 3. Mrs. Angsana | Mankongcharoen | Assistant Managing Director |
| 4. Ms. Sangduen | Sornbalee | Chief Financial Officer |
| 5. Ms. Natidal | Lertprachaya | Accounting Division Manager |
| 6. Mr. Parinya | Pattanapoha | Director of Business Development |
| 7. Ms. Vaethanee | Sukkul | Supervisor Investor Relation&Company Secretary |

Auditors

Karins Audit Co., Ltd.

1. Mr. Komin Linphrachaya CPA Licence No. 3675 and teams

Meeting Secretary

1. Mr. Sakchai Wirunchiwa Meeting Secretary and Vote-Counting

Legal Advisor

1. Bunchong and Vidya Law Office Limited

Thai Investor Association

1. Ms. Usa Sumetlak Observer

Start the Meeting

The secretary of the meeting informed the meeting that Before starting the meeting according to the agenda I would like to explain to shareholders.

1. The provisions of quorum as required by law and the Company's Articles of Association

According to the Public Company Limited Act B.E.2535 Section 103, it provides that in any shareholders' meeting, there should be not less than 25 shareholders and proxies (if any) or not less than a half of the whole shareholders and the calculated shares should be not less than one third of the total amount of sold shares to form quorum of the meeting.

The Company's Articles of Association also stipulates the quorum of the shareholders' meeting as required by laws in Article 34 stating that in any meeting of shareholders, there shall be totally not less than 25 shareholders and proxies (if any) or not less than a half of the whole number of the shareholders and the calculated shares shall not be less than one third of the total sold shares.

In this Annual General Meeting of Shareholders of the year 2024, via electronic method in accordance with the Royal Decree on Electronic Meetings B.E. 2563 in order to prevent the spread of influenza, the company has used the meeting management service from Quidlab Company Limited, which is a system that complies with the announcement of the Ministry of Digital Economy and Society on the security standards of meetings via electronic method B.E. Meeting control system from the Electronic Transactions Development Agency (ETDA)

2. Provision relating to voting in the shareholders' meeting pursuant to the Company's Articles of Association



The Company's Articles of Association Article 36 states that in any shareholders' meeting, each shareholder shall have one vote per share. The voting of any decision or any approval in the shareholders' meeting shall require majority vote of the shareholders attending the meeting and having right to vote.

With respect to the election of the Board, Article 14 provides that the director shall be elected by majority vote of the shareholders attending the meeting and having right to vote whereby each shareholder shall have one vote per share.

And for the Annual General Meeting 2024, it contains the agenda in which remuneration for the director 2024 shall be determined by the shareholders and approved by not less than two third of the shareholders attending the meeting and having right to vote.

3. Voting process and vote counting at the shareholders' meeting via electronic method

The method of voting for each agenda of the Annual General Meeting of Shareholders today is as follows:

Voting on each agenda shall be openly voted by the shareholders. The secretary of the meeting asked in the meeting whether any shareholder who approves, disapproves, or abstains from voting, the box be ticked to agree, disagree, or abstain through the screen of the shareholder and then press the send button. Once the voting has been submitted, shareholders will receive a notification message for "Vote sent successfully". If any shareholder does not take any action, it will be considered as agreeing. Also, if there is no shareholder who disagrees or abstains, will be considered that the meeting has unanimously approved or agreed with the proposal of the Board of Directors. The shareholder who made the proxy form allows others to attend the meeting via meeting in electronic method and in a voting form according to the wishes of that proxy, the company will bring votes of approval, disapproval or abstention. According to the wishes of the proxy grantor that has specified the voting in each agenda in the proxy form come to count the votes according to the wishes of the proxy grantor.

When the vote collection for each agenda is completed, the secretary of the meeting will report the voting results to the meeting before starting the next agenda. The number of shareholders or proxies in each agenda may not be equal as there may be some shareholders or proxies attending the meeting additionally and Shareholders can check the quorum and voting results by clicking on the voting results menu.

The methods for submitting questions in each agenda of today's general meeting of shareholders are as follows:

Before voting in each agenda, Chairman will give the shareholders an opportunity to submit appropriate questions in each agenda by typing your question in the chat window, by clicking on the question menu and type a message to ask a question into text box then press the Enter key on your keyboard to send the question. When your message has been sent to the company's staff, the message will appear in the top window which other shareholders could not see your message except company officers. The Board of Directors will answer your questions using this electronic conferencing system. Other shareholders can hear the answer to that question as well.

However, meeting attendance via virtual, all questions and answer, voting and all procedures were explained to shareholders in accordance with the E-AGM Access Manual which was sent to shareholder register email. There will

be notified if any shareholder encountered a technical problem. Also, can contact the staff of Quilab Co., Ltd. at 02-013-4322 or 080-008-7616 or E-mail: info@quidlab.com

4. Transparency in Vote Counting

As the meeting via electronic and voting are done through the system, the company did not arrange for the shareholders' representative to act as an independent intermediary (Inspector) to check the vote counting at this meeting.

5. Conclusion of inviting to propose meeting agenda in advance

To promote the principles of good corporate governance and according to the criteria to assess the quality of the AGM is excellent level. The Company had invited the shareholders to propose in advance a topic to be included in the meeting agenda and/or to recommend the name of those who should be elected as the director and send questions for the AGM 2024 via SET website and the Company's website since 1 September 2023 until scheduled to close by 30 November 2023. The Company had already informed the result to SET website and the Company's website since 4 December 2023. "There was neither proposal the meeting agenda nor qualified person for election of directors and send questions for the AGM 2024 in this time."

6. Agendas of the Annual General Meeting of the year 2024

There were 8 agendas for the AGM 2024 as per the details given in the meeting invitation sent to the shareholders. The Company had also publicized the said document in the Company's website both in Thai and English version on 29 March 2024 to allow the shareholders to study the information prior to attending the meeting. The details of the Invitation to the Annual General Meeting of Shareholders page 1-7, have been sent to the shareholders in advance.

The Company designated 26 March 2024 to be a Record Date to conclude the list of the shareholders having the right to attend the AGM in 2024. It appeared that the Company has 6,770 shareholders totaling 1,590,957,300 shares. In the past, the Company had registered capital 1,600,000,000 baht divided into 1,600,000,000 shares. Later on, 27 May, 2022 to June 15, 2022, the company has a project to repurchase 9,042,700 shares, which the repurchased shares are not considered a quorum and unable to vote. Therefore, in this meeting including the quorum counting and vote calculation of each agenda will be calculated from the base of shareholders who attend the meeting and have the right to vote 1,590,957,300 shares.

Furthermore, the Secretary of the meeting notified the number of attendees on the information screen, with the number of shareholders attending the meeting both in person and by proxy. With details as follows:

Type	Amount	No. of Share	Percentage
Attending Shareholders	7	312,718,761	19.6560
Proxies	102	467,890,021	29.4093
Total Shareholders	109	780,608,782	49.0653

All of which could form quorum of the meeting pursuant to the Company’s Articles of Association. However, as the Chairman of the Board was still being vacant. Therefore, the meeting was chaired by Mr. Somchai Sirilertpanich, Vice Chairman of the Board, according to the Company’s Articles of Association and the applicable laws.

After that, Mr. Somchai Sirilertpanich, Chairman of the meeting addressed his welcome to the shareholders, gave opening remark, and proceeded with the following agendas:

Agenda 1: Consider and approve the minutes of the the Annual General Meeting of Shareholders of the year 2023

The Chairman asked the meeting to consider the minutes of the AGM of the year 2023 held on 2 April 2023 and the copy of the minutes of AGM had been sent to the shareholders along with the invitation letter for AGM.

(The details of Invitation to the Annual General Meeting of Shareholders page 8-27, have been sent to the shareholders in advance.)

The Chairman asked the meeting if any shareholder wished to make any another inquiry but no more question on this agenda was raised. The Chairman then asked the Meeting Secretary to help proceed with voting procedure.

After having considered this agenda, the meeting reached a resolution to approve the minutes of the the Annual General Meeting of Shareholders of the year 2023 correctly with following vote counts:

Item	Approved	Disapproved	Abstained	Void	Shareholders	Total
Votes	608,548,882	0	0	0	107Attend	608,548,882
%	100.0000	0.0000	0.0000	0.0000		100.0000

Agenda 2: Consider and approve the operation of the Board of Directors and the Annual Report of the year 2023 (Form 56-1 One Report)

The Chairman as a representative of the Board of Directors summarized the operation of the Board of Directors for the last 2023 as per the Company’s financial statements as follows:

Revenue structure separated by Company and Subsidiary according to the consolidated financial statements ended 31 December 2023.

(Unit: million baht)

Company	Shareholding of the Company (%)	Year 2023	
		Value	%
1. Syntec Construction PCL.		7,061.38	94.16
2. Subsidiary			
- SCR Asset Management Co.,Ltd.	68.00	106.22	1.42
- Natural Ville Service Apartment and Management Co., Ltd.	99.97	0.01	-
- CSM Capital Partner Co.,Ltd.	60.00	320.94	4.28
- PT 3 Land Co.,Ltd.	79.98	0.04	-

Company	Shareholding of the Company (%)	Year 2023	
		Value	%
- JT 10 Co.,Ltd.	84.98	0.88	0.01
- AN 8 Co.,Ltd.	79.90	0.09	-
- SHG Management Co., Ltd.	70.00	2.57	0.03
- Delta Infra 1 Co.,Ltd.	90.00	6.92	0.09
Total		7,499.03	100.00

Revenue structure by Business group according to the consolidated financial statements ended 31 December 2023.

(Unit: million baht)

Business Group	Year 2023	
	Value	%
1. Revenue from Construction	6,875.54	91.69
2. Revenue from Room Service	423.73	5.65
3. Revenue from Selling Energy	6.90	0.09
4. Other		
- Interest Income	1.28	0.02
- Provision for litigation (reversal)	54.66	0.73
- Other Income	123.98	1.65
Total	7,499.03	100.00

Revenue structure from construction ended 31 December 2023

(Unit: million baht)

Type of Construction	Year 2023	
	Value	%
Commercial	3,712.37	53.99
Residential	2,248.96	32.71
Hospital	372.19	5.41
Leisure	237.85	3.46
Retail	231.30	3.36
Industrial	42.72	0.62

Energy System	21.26	0.32
Institution	8.89	0.13

Total	6,875.54	100.00
--------------	-----------------	---------------

List of projects signed construction contract as of 31 December 2023

(Unit: million baht)

No.	Project Name	Project Owner	Value *
1	Aestiq Thonglor	Real Asset Development Co., Ltd.	447
2	Sale Office Wan Vayla na Chaopraya (Sale Office)	Thanarak Asset Development Co., Ltd.	64
3	Grande Centre Point Hotel Ratchadamri	LH Mall and Hotel Co., Ltd.	961
4	DH1 Lieab Klong 2 DH1 Phraya Suren	Singha Estate Plc.	104
5	Tenth Avenue (Piling work)	Seafoo Plc.	18
6	Chapter One All Ramintra (Phase 1)	Prukso Real Estate Plc.	314
7	Government Complex Building Zone C(Architecture and System Work)	Thanarak Asset Development Co., Ltd.	498
8	Niche Mono Bangpo (Sale Office Work)	Sena HHP 12 Co., Ltd.	8
9	Na Chom Thian Pattaya Hotel	JT 10 Co., Ltd.	466
10	DH 3 Phatthanakan 32	Singha Estate Plc.	20
11	Roi Chak Sam (The Custom House)	HHT Construction Co., Ltd.	977
12	NIST International School	NIST International School	746
13	Plum Condo Central Station (Phase 4)	Prukso Real Estate Plc.	678
14	Government Complex Building East Support Building (Architecture and System Work)	Thanarak Asset Development Co., Ltd.	1,440
15	Gulf Eastern Economic Corridor Hub	Gulf PD Co., Ltd.	336
16	The Privacy Park Taopoon (Main Building and System Work)	Prukso Real Estate Plc.	314
17	Flexy Mega Space Bangna	Sena HHP 12 Co., Ltd.	289
18	Chapter Onespark Charan Bangplat	Prukso Real Estate Plc.	987
19	Fashion Island's Front Car Park	Siam Retail Development Co., Ltd.	672
20	RHYTHM Charoennakhon Iconic	AP ME 20 Co., Ltd.	923
21	Warwayla Na Chaophraya	Land and House Plc.	2,542
Total 21 Projects			12,804

*Price exclude vat

No.	Project Name	Project Owner	Value *
1	Solar Rooftop Siam Technic Shimizu 280.50 kwp.	Siam Technic Shimizu Co., Ltd.	9
2	Solar Rooftop Asahi Intecc (Thailand) 633.60 kwp.	Asahi Intecc (Thailand) Co., Ltd.	18
Total 2 Projects			27

Current work in progress As of December 31, 2023, the company has a construction project that has signed a contract and is currently in the process of construction. The total number of short 28 projects, the contract value of

20,968 million baht, with revenue recognized at 7,974 million baht and the remaining work value of 12,994 million baht.

(The details as of Annual Report (Form 56-1 One Report) by QR-Code enclosed with Invitation to the Annual General Meeting of Shareholder sent to the shareholders in advance.)

The company's consolidated financial statements for the year showed a profit of 179 million baht, while at the same time in 2022, the company had a loss of 409 million baht, due to the main cause of Changes in operating results as follows:

(Unit: million baht)

The main reason for the change of operating results	Value
<ul style="list-style-type: none"> ● The revenue from the room service business increased from 4,709 million baht to 6,876 million baht. And the gross profit margin increased from 0.02 percent to 4.43 percent, resulting in an increase in profit of 304 million baht. 	304
<ul style="list-style-type: none"> ● Revenue from service apartment business increase from 397 million baht to 424 million baht And Gross profit margin increase from 17.13% to 39.77% to, resulting in a increase in gross profit 	100
<ul style="list-style-type: none"> ● Reversal of allowance for expected credit losses Increased 	50
<ul style="list-style-type: none"> ● Other Income increase 	84
<ul style="list-style-type: none"> ● Selling and administrative expenses decrease 	21
<ul style="list-style-type: none"> ● Other expenses decrease 	24
<ul style="list-style-type: none"> ● Finance Cost decrease 	11
<ul style="list-style-type: none"> ● Income Tax decrease 	3

To promote the principles of good corporate governance to maintain an effective, transparent and verifiable management system. In addition, in order to increase the confidence of shareholders, investors and all stakeholders, the Company has been operating in 2023 as the following:

1. Acknowledged the results of the assessment of the quality of the Annual General Meeting of shareholders for the year 2023 from the Thai Investors Association for the seventh consecutive year. The Company received a full score of 100, reflecting that the Company considered the equitable rights of shareholders both before during and after the meeting. This is an important element of good corporate governance.

2. Received a plaque in 193 listed companies, listed on the SET ESG RATING 2023 for the seventh consecutive year. This reflects the company's recognition and importance in the business along with the good economic returns for sustainable growth.

3. Receiving the Outstanding Investor Relations Award 2023 from the Stock Exchange of Thailand This reflects that the company takes good care of investors. By adhering to the principles of correct, complete, timely

information dissemination and the important thing is to provide information equally and thoroughly. even as a retail investor

4. Acknowledged the result of the corporate governance assessment of the Thai listed company for the year 2023 (CGR 2023) from the Thai Institute of Directors was Excellent level or 5 stars for the seventh consecutive year. This reflects the Company's emphasis on shareholder rights, equitable treatment of Shareholders, considering the role of stakeholders, disclosure and Transparency include the responsibilities of the Board of Directors.

5. "The Thai Private Sector Collective Action Against Corruption (CAC) has been re-certified as a member of the Thai Institute of Directors Association (IOD) for the seventh consecutive year. The certification follows the company's implementation of internal control policies and anti-corruption measures. The re-certification as a private sector collective action member against corruption was granted on June 30, 2023, with a validity period of three years. The working group has reviewed criteria and policies to align with current circumstances. Internal audit has planned and conducted reviews of governance policies, business ethics, approval authorities, and anti-corruption practices annually. The company has applied for the third re-certification, currently under review by the IOD.

In the year 2022, the company continued its fair and continuous campaign for the No Gift Policy, promoting organizational values of not giving or accepting any form of compensation, including publicizing the notification policy with defined terms, practices, follow-up procedures, and contact channels on the company's website.

The Chairman asked the meeting if any shareholder wished to make any another inquiry but no more question on this agenda was raised. The Chairman concluded that the meeting acknowledged the performance of the Board of Directors for the previous year and the Annual Report 2023 (Form 56-1 One Report).

Agenda 3: Consider and approved statement of financial position and consolidated profit and loss statement for the year ended on 31 December 2023

The Chairman summarized the main items of the statement of financial position and consolidated profits and loss statement for the year ended on 31 December 2023 as shown in the Annual Report and officially audited by the Karin Audit Co., Ltd. including the audit committee and the board of directors have approved.

The comparison of the operations by the types of financial statements in the previous year are as follows:

(Unit: million baht)

Transactions in the consolidated financial statements	Year 2023	Year 2022
Total assets	9,865	10,604
Total liabilities	4,967	3,938
Total shareholders' equity	5,835	5,818
Value of paid up shares	1,591	1,591
Total revenue	7,499	5,156
Total expense	7,323	5,565
Net Profit	179	(409)
Transactions in the financial statements (Comparing the same year)	Condolitated	Separate

Total assets	10,802	9,057
Total liabilities	4,968	3,117
Total shareholders' equity	5,835	5,940
Value of paid up shares	1,591	1,591
Total revenue	7,499	7,095
Total expense	7,323	6,855
Net Profit	179	249

(The details as of Annual Report (Form 56-1 One Report) by QR-Code enclosed with Invitation to the Annual General Meeting of Shareholders sent to the shareholders in advance.)

The Chairman asked the meeting if any shareholder wished to make any another inquiry but no more question on this agenda was raised. The Chairman then asked the Meeting Secretary to help proceed with voting procedure.

After having considered this agenda, the meeting reached a resolution to approve the statement of financial position and consolidated profits and loss statement for the year ended on 31 December 2023 correctly with following vote counts:

Item	Approved	Disapproved	Abstained	Void	Shareholders	Total
Votes	701,044,182	0	0	0	108 Attend	701,044,182
%	100.0000	0.0000	0.0000	0.0000		100.0000

(This agenda had no more shareholders attending the meeting.)

Agenda 4: Approve dividends for the operation result of 2023

The Chairman stated that Under Section 116 of the Company Act B.E.2535 and the regulations of Article 47 requires company to allocate part of its annual profit for reserve not less than 5% of annual earnings, less any accumulated losses brought forward (if any) until the reserve is not less than 10% of the share capital. The company has reserved legal capital of 160,000,000 baht from the registered capital 1,600,000,000 baht already.

The Company has a policy to pay an annual dividend to shareholders at a rate not exceeding 40% of the net profit (Separate financial statements) after tax and legal reserve allocation. When a company has no accumulated losses and a reasonable profit for dividend payment should not affect investment, expansion plans of the company and the situation in the future under the best interests of the shareholders. This form must be approved by the Board of Directors and the meeting of shareholders and pursuant to Section 115 of the Company Act B.E.2535, prohibit the payment of dividends from funds other than profit and prohibit the payment of dividends in the event that the Company has accumulated losses. The dividend as pay divided by the volume of shares to equal and must be approved by the Meeting of Shareholders.

In this regard, the Company's performance for the year 2023 ended only on December 31, 2023 as shown in

Separate financial statements of the company for the 12-month period ending the fiscal year from 1 January – 31 December 2023, in which year , the company had a total profit of 248,788,626 baht and has accumulated retained earnings in its financial statements in the amount of 3,891,684,331 Baht. Therefore, the board of directors has passed a resolution to propose to the ordinary shareholders' meeting for approval of the dividend payment for the company's operations for the fiscal year ending December 31, 2023, to be distributed to shareholders at 1,590,957,300 shares (One billion five hundred ninety million nine hundred fifty-seven thousand three hundred shares) at a rate of 0.06 Baht (six Satang) per share, totaling 95,441,982.18 Baht.

The board of directors has already approved the dividend payment for the period from January 1, 2023, to September 30, 2023, at a rate of 0.03 Baht (three Satang) per share, totaling 47,720,991.09 Baht, on December 8, 2023. Furthermore, the dividend payment for the period from October 1, 2023, to December 31, 2023, will be paid at a rate of 0.03 Baht (three Satang) per share, totaling 47,720,991 Baht. Shareholders entitled to receive dividends have been determined on March 26, 2024 (Record Date), and the dividend payment will be made to shareholders on May 17, 2024.

Additionally, the dividend payment for the period from October 1, 2023, to December 31, 2023, by the company will be made upon approval at the shareholders' meeting.

The Chairman asked the meeting if any shareholder wished to make any another inquiry but no more question on this agenda was raised. The Chairman then asked the Meeting Secretary to help proceed with voting procedure.

After having considered this agenda, the meeting reached a resolution to approve dividend allocation for the operation result of 2023 with following vote counts:

Item	Approved	Disapproved	Abstained	Void	Shareholders	Total
Votes	780,608,782	0	0	0	109 Attend	780,608,782
%	100.0000	0.0000	0.0000	0.0000		100.0000

(This agenda had no more shareholders attending the meeting.)

Agenda 5: Consider the election of directors to replace those retiring by rotation

The Chairman asked Mr. Chaiwat Atsawintarakun, Chairman of the Nomination and Remuneration Committee is the clarifier details for the meeting to consider

Mr. Chaiwat Atsawintarakun explained to the meeting that this agenda must be considered in order to comply with the laws and the Articles of Association Article17, one third of the member of the Board of Directors shall resign by rotation in the AGM meeting. Such directors being in position for the longest period are to resign due to the termination of the term of office. Consequently, the following 3 directors had to resign from their office: (1) Mr. Somchai Sirilertpanich (2) Mrs. Aungsana Muankongchalern and (3) Dr. Arichai Rakdham

The Company had invited the shareholders to propose in the AGM the issue reasonably considered to be included in the agenda and/or to nominate person(s) qualified for being elected as a director in advance via the Stock

Exchange of Thailand's and the Company's website starting from 1 September 2023 to until 30 November 2023. However, it seemed that there was no suggestion from the shareholders.

The Nomination and Remuneration Committee had considered and deemed that it was appropriate to nominate the resigning 3 directors, namely, (1) Mr. Somchai Sirilertpanich (2) Mrs. Aungsana Muankongchalern and (3) Dr. Arichai Rakdham to be reinstated to their office for another term. Therefore, it was proposed to the Board of Directors to propose to the shareholders' meeting for further consideration.

As voting for the election of directors by the shareholders is a voting via electronic method which is all the shareholders are independent. Therefore, the nominated directors are allowed without leaving the system.

The Board of Directors agreed with the proposal of the Nomination and Remuneration Committee to ask the shareholders' meeting to appoint (1) Mr. Somchai Sirilertpanich (2) Mrs. Aungsana Muankongchalern and (3) Dr. Arichai Rakdham, the resigning directors under this agenda, to resume to their respective position for another term. However, it proposed the meeting to consider and vote on the resolution proposed by the Board of Directors.

The profile and experiences of 3 directors proposed for shareholders to consider.

(The details of Invitation to the Annual General Meeting of Shareholders page 27-32, have been sent to the shareholders in advance.)

However, director (1) Mr. Somchai Sirilertpanich (2) Mrs. Aungsana Muankongchalern and (3) Dr. Arichai Rakdham were passed for the criteria of qualified person nomination to be independent director in accordance with the policy and criteria for nomination and determination of remuneration and welfare of the Company's director and executive. The appointment of the independent director is to nominate their name lists to the Board of Directors' Meeting for consideration and pass for consideration of Nomination and Remuneration Committee. The independent directors are independent from the Company's business operation. In selection of independent directors and remuneration process, qualification, knowledge, competency, skill, experience, variety of specializations, leadership, as well as vision and good attitude toward the organization shall be considered and they are useful for the Company's business operation. Moreover, the appropriate size, number and element of the Board of Directors shall be considered to promote good corporate governance for effective management to be consistent with the changing environment and situation. Nevertheless, the qualifications shall be in line with the criteria prescribed by the Capital Market Supervisory Board.

(The details of the Invitation to the Annual General Meeting of Shareholders page 27-32, have been sent to the shareholders in advance.)

The Chairman asked the meeting if any shareholder wished to make any another inquiry but no more question on this agenda was raised.

The Meeting Secretary proposed the meeting to cast vote for each candidate separately.

After having considered, the meeting reached a resolution to approve the appointment of (1) Mr. Somchai Sirilertpanich (2) Mrs. Aungsana Muankongchalern and (3) Dr. Arichai Rakdham to resume director position for another term

(1) Mr. Somchai Sirilertpanich

Item	Approved	Disapproved	Abstained	Void	Shareholders	Total
Votes	780,608,782	0	0	0	109 Attend	780,608,782
%	100.0000	0.0000	0.0000	0.0000		100.0000

(2) Mrs. Aungsana Muankongchalern

Item	Approved	Disapproved	Abstained	Void	Shareholders	Total
Votes	803,205,057	100	0	0	109 Attend	780,608,782
%	100.0000	0.0001	0.0000	0.0000		100.0000

(3) Dr. Arichai Rakdham

Item	Approved	Disapproved	Abstained	Void	Shareholders	Total
Votes	780,608,682	100	0	0	109 Attend	780,608,782
%	100.0000	0.0000	0.0000	0.0000		100.0000

(This agenda had no more shareholders attending the meeting.)

Agenda 6: Consider remuneration for the Board of Director Committee and Sub-Committees for 2024

The Chairman asked Mr. Chaiwat Atsawintarakun, Chairman of the Nomination and Remuneration Committee to explain details to the meeting.

Mr. Chaiwat Atsawintarakun informed that meeting that “pursuant to the Company’s Articles of Association Article 15, it provides that “compensation and remuneration for director shall be fixed by the shareholders’ meeting” and pursuant to the Public Company Limited Act B.E. 2535 Section 90, it requires that remuneration to be paid to the director shall be fixed the shareholders’ meeting by not less than two third vote counts of the shareholders’ attending the meeting. The Nomination and Remuneration Committee shall consider appropriate amount of such remuneration based on duty and responsibility and by comparing with the same industry of the same size and business expansion of the Company over time that shall be follow as policy and recruitment criteria and fixed the remuneration and welfare of committee and executive. The Nomination and Remuneration Company therefore resolved to fixed remuneration for the Board of Directors and Sub-Committee for the year 20223 as follows:

1. Monetary Remuneration

1.1 Meeting allowance for the Board of Directors

To be paid to each director of the Board attending the Board of Directors’ meeting for the sum of 18,000 baht for each meeting in consideration of the attendance to discuss the matters for the benefit of the company. This meeting allowance does not change from the meeting allowance of 2023.

1.2 Compensation for member of the committee

To be paid to each member of the Audit Committee for the sum of 300,000 baht a year. This compensation does not change from the meeting allowance of 2023. The audit committee plays a significant role in providing beneficial insights in business, legal, accounting, financial data auditing, internal control systems, and good corporate governance.

2. Non-Monetary Remuneration: - None

The table comparing for the remuneration for Board of Director Committee and Sub-Committees

2018– Present as follows:

Remuneration	2024	2023	Increasing (Decreasing)	%
1. Board of Director				
- Attendance Fee (Baht/Person/Time)	18,000	18,000	-	-
2. Audit Committee				
- Director' Compensation (Baht/Person/Year)	300,000	300,000	-	-
3. Nomination and Remuneration Committee	-	-	-	-
4. Risk Management Committee	-	-	-	-

Remuneration	2022	2021	2020	2019	2018
1. Board of Director					
- Attendance Fee (Baht/Person/Time)	18,000	18,000	18,000	18,000	18,000
2. Audit Committee					
- Director's Compensation (Baht/Person/Year)	300,000	310,000	310,000	330,000	350,000
3. Nomination and Remuneration Committee	-	-	-	-	-
4. Risk Management Committee	-	-	-	-	-

The Board of Directors approved the proposal of the Nomination and Remuneration Committee to propose the remuneration to the Board of Directors and Sub-Committees for 2024 as detailed above. Due to Mr. Jiramote Phahusutr, the director and the shareholder holding 213,970,260 shares or 13.45% of the paid-up capital, he shall be deemed an interested person in this agenda, Mr. Jiramote Phahusutr was therefore not entitled to cast vote on this issue and his share amount shall be excluded for vote count.

(The details of Invitation to the Annual General Meeting of Shareholders page 33, have been sent to the shareholders in advance.)

The Chairman asked the meeting if any shareholder wished to make any another inquiry but no more question on this agenda was raised. The Chairman then asked the meeting to cast vote and the Meeting Secretary to help proceed with voting procedure.

After having considered, the meeting reached a resolution to approve compensation for the Board of Director and Sub-Committee for the year 2024 as proposed by the Board of Directors as detailed above with vote count exceeding two third of all shareholders attending the meeting as follows:

Item	Approved	Disapproved	Abstained	Void	Shareholders	Total
Votes	563,611,122	0	0	0	108 Attend	563,611,122
%	100.0000	0.0000	0.0000	0.0000		100.0000

(This agenda Mr. Jiramote Phahusutr, the director and the shareholder holding 219,997,660 shares, he shall be deemed an interested person in this agenda, therefore not entitled 563,611,122 shares from 803,206,057 shares.)

Agenda 7: Consider the appointment of the auditor and fix their remuneration for the year 2024

The Chairman asked Mr. Chaiwat Atsawintarangkun, Chairman of the Nomination and Remuneration Committee to give details to the meeting.

Mr. Chaiwat Atsawintarangkun informed that this agenda would be considered according to the law requiring that the auditors have to discharge from their office every year. The Audit Committee has applied certain mechanism for the selection of the auditor for year 2023. As a result, the Audit Committee recommended the Board to propose to the shareholders' meeting for approval on the appointment of the auditors at 10 persons, namely:

- | | | |
|-------------------|----------------|----------------------|
| 1. Mr. Komin | Linprachaya | CPANo. 3675 and/or |
| 2. Mr. Jesada | Hangsapruerk, | CPANo. 3759 and/or |
| 3. Mr. Wichian | Prungpanich | CPANo. 5851 and/or |
| 4. Ms. Kochamon | Shunhuan | CPANo. 11536 and/or |
| 5. Ms. Kannika | Sawangwong, | CPANo. 14943 and/or |
| 6. Ms. Arunrat | Saenprasertsuk | CPA No. 14348 and/or |
| 7. Ms. Phanita | Vijitsaras, | CPANo. 14937 and/or |
| 8. Mr. Kittiphath | Saelo, | CPA No. 14659 and/or |
| 9. Mr. Phatchanon | Chuset | CPA No. 14660 and/or |

All Auditors' group as to be the Company's auditor for the year 2024. Because of the view that Karin Audit Company Limited is certified by the Securities and Exchange Commission, experienced in auditing companies listed on the Stock Exchange of Thailand and has experience in auditing the Company for the past 6 years due to its good working standard, proficiency in the profession and independency. These will enable them to perform their duties very well and efficiently.

In addition, all of 9 auditors, as well as Karin Audit Company Limited, do not have any relationship that may create a conflict of interest with the Company and able to prepare audit reports for the Company, its subsidiaries, affiliates, joint ventures on time.

The opinion of the Audit Committee on the appointment of the auditor is that the auditor and Karin Audit Company Limited have been approved by the Office of the Securities and Exchange Commission. The auditor has experience in auditing for the company since 2019, which will lead to continuation of the new accounting standards including performing duties well throughout. If comparing with the amount of work and the audit fee of other listed companies in the same level agreed that there was an appropriate audit fee. The remuneration will be paid to the auditor within an amount not exceeding 4,233,250 baht. The remuneration increases from the year 2023 as 202,000 baht or equal to 5%.

(The details of the Invitation to the Annual General Meeting of Shareholders page 34-35, have been sent to the shareholders in advance.)

The table of comparing for the auditor's remuneration in 2024 and 2023 is shown below.

(Unit: baht)

Audit Fee	(Proposed year)		Increase (Decrease)	%
	2024	2023		
1. Audit Fee of Company	3,060,000	2,950,000	110,000	4
2. Audit Fee of Subsidiary Companies				
- CSM Capital Partners Co., Ltd.	440,000	415,000	25,000	6
- SCR Asset Management Co., Ltd.	375,000	350,000	25,000	7
- Natural Ville Service Apartment and Management Co., Ltd.	52,250	52,250	-	-
- PT Three Land Co., Ltd.	52,250	52,250	-	-
- JT Ten Co., Ltd.	94,250	52,250	42,000	-
- AN 8 Co., Ltd.	52,250	52,250	-	80
- SHG Management Co., Ltd.	52,250	52,250	-	-
- Delta Infra One Co., Ltd.	55,000	55,000	-	-
3. Other Service Fee	-	-	-	-
Total	4,233,250	4,031,250	202,000	5

The Chairman asked the meeting if any shareholder wished to make any another inquiry but no more question on this agenda was raised. The Chairman then asked the meeting to cast vote and the Meeting Secretary to help proceed with voting procedure.

After having considered, the meeting reached a resolution to approve the appointment:

1. Mr. Komin Linprachaya CPANo. 3675 and/or
2. Mr. Jesada Hangsapruerk, CPANo. 3759 and/or

3. Mr. Wichian	Prungpanich	CPANo. 5851 and/or
4. Ms. Kochamon	Shunhuan	CPANo. 11536 and/or
5. Ms. Kannika	Sawangwong,	CPANo. 14943 and/or
6. Ms. Arunrat	Saenprasertsuk	CPA No. 14348 and/or
7. Ms. Phanita	Vijitsaras,	CPANo. 14937 and/or
8. Mr. Kittiphat	Saelo,	CPA No. 14659 and/or
9. Mr. Phatchanon	Chuset	CPA No. 14660

All Auditors' group as to be the Company's auditor for the year 2024 as it is of the view that Karin Audit Company Limited and to fix remuneration for the sum not exceeding 4,233,250 baht with vote counts as follows:

Item	Approved	Disapproved	Abstained	Void	Shareholders	Total
Votes	780,608,782	0	0	0	109 Attend	780,608,782
%	100.0000	0.0000	0.0000	0.0000		100.0000

(This agenda had no more shareholders attending the meeting.)

Agenda 8: Orthers

The Chairman informed the meeting that at this time the committee has finished its agenda to propose to the meeting. I do not know.

Are there any shareholders who have any questions or matters to propose to the meeting for consideration.

Mr. Jiramote Phahusutr and the Phahusutr's Group As a shareholder of the company, as of the Record Date on March 26, 2024, there is shareholding information as follows:

1. Mr. Jiramote Phahusutr holds 216,997,660 shares 13.639 percent.
2. Miss Anicha Atthasakulchai holds 6,194,900 shares 0.389 percent.
3. Miss Nitchaya Phahusutr holds 176,624,360 shares 11.102 percent.
4. Mr. Sukhum Phahusutr holds 109,061,900 shares 6.855 percent.
5. N & J Asset Management Company Limited holds 27,660,000 share 1.739 percent.

Total number of shares held by the Phu Sutta group Totaling 536,538,820 shares, representing 33.724 percent of the total number of shares sold. Let's jointly propose to the shareholder meeting to consider additional matters.

The chairman assigned the secretary to the meeting. Help explain to shareholders attending the meeting. In the case of shareholders in the polymath group I would like to propose that the meeting consider that additional matter. Can it be offered or not

The secretary of the meeting explained to the meeting that according to Section 105 of the Public Limited Companies Act.

1992 Chairman of the shareholder meeting Has the duty to control the meeting in accordance with the Company's regulations regarding.

Meeting: In this regard, the meeting must be conducted in accordance with the agenda sequence specified in the meeting notice.

unless the meeting resolves to change the order of the agenda with a vote of not less than two-thirds of the number of shareholders.

When the meeting has finished considering the first paragraph. Shareholders whose shares total not less than one-third of the total number of shares sold in the company You may ask the meeting to consider matters other than those specified in the meeting notice.

Therefore, when shareholders in the polymath group hold a total of 536,538,820 shares, accounting for 33.724 percent of the total number of shares sold. which is not less than one-third of the total number of shares sold in the company. Therefore, they have the right to propose additional matters for the shareholders' meeting to consider.

The chairman assigned Mr. Jiramote Phahusutta, representative of the Phahusutta group. Propose matters for the shareholders' meeting to consider.

Mr. Jiramote Phahusut would like to propose that the meeting consider changing the dividend payment policy.

From the past “The company has a policy of paying annual dividends to shareholders at a rate not exceeding 40 percent of net profits (according to the separate financial statements) after deducting taxes and allocating them to legal reserves. When the company has a reasonable profit and has no accumulated losses.”

Propose to consider changing to “The company has a policy to pay dividends not less than 20 percent of net profits according to the separate financial statements after deducting corporate income tax and legal reserves. However, the company may specify that dividends be paid at a rate less than the rate specified above. If the company needs to use the said amount of net profits to maintain its financial position and liquidity. or for the management of the company or for further expansion of the company's business.”

The Chairman gave shareholders an opportunity to ask questions. Leave a comment or additional suggestions

1. Ms. Ubon Mesalak volunteers to protect shareholder rights. proxy Express your opinions about organizing a hybrid meeting according to the policy of the Thai Investors Association. This is in line with the circular letter of the Securities and Exchange Commission (SEC) No. SEC.Nor.(W) 2/2024 regarding requesting cooperation regarding holding a general meeting of shareholders. Jan. 10, 2024 that is offered to companies listed on the Stock Exchange of Thailand. Arrange a general meeting of shareholders, both in the form of Onsite and Online meetings simultaneously or called Hybrid, in order to meet, communicate and be able to ask questions between shareholders, executives and the Board of Directors. at the meeting more conveniently Therefore, we would like to ask the company to consider the proposal for holding a Hybrid meeting in accordance with the policy of the Thai Investors Association above.

The secretary of the meeting gave Mr. Somchai Sirilertpanich Chief Executive Officer Informed to the meeting

Mr. Somchai Sirilertpanich The president assumes administrative duties. I would like to thank the shareholders for their suggestions and will take them into consideration and take further action as appropriate.



-Translation-

As no more questions was raised by the shareholder, the Chairman thanked all participants and shareholders giving their valuable time to attend the meeting and have always in cooperative for the Company's business and gave the closing remark.

The meeting was closed at 11.46 hr.

Signature _____ Chairman of the Meeting
(Mr. Somchai Sirilertpanich)

Signature _____ Meeting Secretary
(Mr. Sakchai Wirunchiwa)